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September 20, 2006

Sherry Ingram  
Verizon  
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Arlington, VA 22201

Bingham McCutchen LLP  
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3000 K Street NW  
Washington, DC  
20007-5116  
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**Re: Access to Complete Confidential Information in FCC WC-  
Docket 06-172**

Dear Ms. Ingram:

bingham.com

Boston  
Hartford  
London  
Los Angeles  
New York  
Orange County  
San Francisco  
Silicon Valley  
Tokyo  
Walnut Creek  
Washington

This letter is a formal response following our recent telephone conversations regarding Verizon's production of documents it has designated as confidential in WC Docket 06-172. Based on these conversations, it is our expectation that Verizon will provide us with a confidential version of its petitions and supporting declarations while leaving certain third party information redacted. We look forward to receiving those documents promptly. This letter further requests that Verizon, pursuant to the terms of the FCC's Protective Order ("Order") issued in this proceeding on September 14, 2006, provide completely unredacted copies of Verizon's six forbearance petitions and accompanying declarations filed in this proceeding.

As the Order makes clear, it was issued to "facilitate and expedite the review of confidential information submitted by the parties." Further, the Order, in paragraph 2, provides for disclosure where "reasonably necessary" for the provision of "professional services" in this proceeding. The undersigned, additional counsel from Bingham McCutchen, and eligible clients submitted the Order's Attachment A acknowledgments to Verizon on September 15, 18 and 19th in compliance with the terms of the Order for the very purpose contemplated in paragraph 2.

Based on our conversations subsequent to the submission of Bingham's Attachment A acknowledgments, it is our understanding that Verizon will only disclose third party confidential information cited in its petitions to counsel for those specific third parties. In other words, if Verizon's petition and accompanying declaration relies on confidential information regarding AT&T, Verizon will not permit Bingham to view the unredacted AT&T data set forth in Verizon's filing unless Bingham submits an Attachment A acknowledgement on behalf of AT&T. There is simply no basis in the Order for Verizon to withhold access in this manner and to do so would cause a manifest injustice.

By way of example, Verizon rests its claim for relief in its petition for the Boston MSA in large measure on the alleged competition from companies such as AT&T and Comcast. *See* Lew/Verses/Garzillo Boston Declaration, ¶¶ 7, 9, 17, 49. Without access to the purportedly confidential AT&T and Comcast data Verizon cites to support its claim for

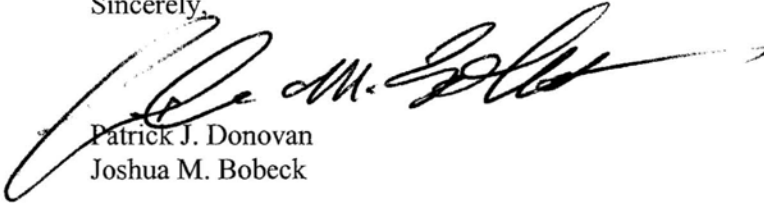
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relief, competitors other than AT&T and Comcast that wish to dispute Verizon's claims are severely prejudiced in their ability to challenge Verizon's claims before the Commission.

Therefore, we respectfully ask that Verizon provide all confidential information relied on in its petitions and supporting declarations to parties that have signed the Attachment A acknowledgements to the Order. If Verizon continues to believe that the Order countenances withholding of such information it is imperative that Verizon inform the undersigned of the specific provision of the Order on which it relies. If Verizon refuses to provide completely unredacted versions of its petitions and supporting declarations in this proceeding, we will have no alternative but to bring this issue to the Bureau for resolution.

Bingham McCutchen LLP  
bingham.com

Sincerely,

A handwritten signature in black ink, appearing to read "Patrick J. Donovan", is written over the typed name. The signature is fluid and cursive.

Patrick J. Donovan  
Joshua M. Bobeck

cc: FCC ECFS  
Jeremy Miller  
Tim Stelzig